

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*

Debtors.

Chapter 11

No. 18-23538 (RDD)

(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

Whitebox Asymmetric Partners, LP

Name of Transferee

Phone: (612) 355-2003

Last Four Digits of Acct #: N/A

Name and Address where notices and
payments to transferee should be sent:

Whitebox Asymmetric Partners, LP

3033 Excelsior Blvd, Ste 300

Minneapolis, MN 55416

Cherokee Debt Acquisition, LLC

Name of Transferor

Phone: (212) 259-4305

Last Four Digits of Acct #: N/A

Claim No: 6334

Debtor: Kmart Holding Corporation (18-23539)

Date Filed: December 17, 2018

Total Claim Amount: \$353,259.26

Partial Transferred Amount: \$162,499.26

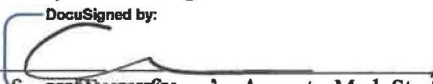
Total Admin. Amount: \$352,627.17

Partial Transferred Admin. Amount: \$162,208.50

Total GUC Amount: \$632.09

Partial Transferred GUC Amount: \$290.76

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee's Agent Mark Strelling
Partner & CEO

Date: March 18, 2019

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

PARTIAL EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court (the "Bankruptcy Court")
Southern District of New York
Attn: Clerk

AND TO: KMART HOLDINGS CORPORATION ("Debtor")
Case No. 18-23539

Claim #: 6334

CHEROKEE DEBT ACQUISITION, LLC, as Assignee of VANITY FAIR BRANDS, LP, its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, and pursuant to the terms of a Pass Through Assignment of Claim dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

WHITEBOX ASYMMETRIC PARTNERS, LP
3033 Excelsior Blvd., Suite 300
Minneapolis, MN 55416-4675
Tel: (612) 355-2003
Attn: Keith Fischer

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights: (a) of reclamation, and any cure payments made on account of Seller in the bankruptcy case; (b) any Proof(s) of Claim filed; (c) the right to vote on any question relating to the Claim in the bankruptcy case; and (d) and any amounts listed on the Debtor's schedules, in the principal amount of \$162,499.26 (which includes \$162,208.50 of 503(b)(9) administrative expense priority claim and \$290.76 of general unsecured claims (the "Claim") against the Debtor in the bankruptcy case referenced above.

Total Amount of Claim	Total Amount of 503(b)(9) Admin.	Total Amount of General Unsecured	Partial Transferred Amount of Total Claim	Partial Transferred Amount of 503(b)(9) Admin.	Partial Transferred Amount of General Unsecured Claim
\$353,259.26	\$352,627.17	\$632.09	\$162,499.26	\$162,208.50	\$290.76

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, each of the undersigned has duly executed this Assignment of Claim by its duly authorized representative dated March 18, 2019.

WHITEBOX ASYMMETRIC PARTNERS, LP

DocuSigned by:

By: _____
Name: Mark Streffling
Title: Partner & CEO

CHEROKEE DEBT ACQUISITION, LLC

By: _____
Name: Vladimir Jelisavcic
Title: Manager

IN WITNESS WHEREOF, each of the undersigned has duly executed this Assignment of Claim by its duly authorized representative dated March 18, 2019.

WHITEBOX ASYMMETRIC PARTNERS, LP

By: _____
Name: Mark Strefling
Title: Partner & CEO

CHEROKEE DEBT ACQUISITION, LLC

By: Vladimir Jelisavcic
Name: Vladimir Jelisavcic
Title: Manager